

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

**Re: D.I. 1994**

**CERTIFICATION OF COUNSEL REGARDING NOTICE OF FILING OF TENTH  
POST-CLOSING DESIGNATION NOTICE**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certify as follows:

1. On January 2, 2025, the Bankruptcy Court entered the *Order (I) Approving the Asset Purchase Agreement, (II) Authorizing and Approving the Sale of Certain of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests, Encumbrances, and Other Assumed Liabilities and Permitted Encumbrances, (III) Authorizing and Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [D.I. 1556] (the “**Sale Order**”).<sup>2</sup>

2. On February 17, 2025, pursuant to the Sale Order, the Debtors filed the *Notice of Filing of Tenth Post-Closing Designation Notice* [D.I. 1994] (the “**Notice**”). Attached

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

<sup>2</sup> Capitalized terms not defined herein are used as defined in the Sale Order.

as Exhibit A to the Notice was the *Notice of Designation of Designated Asset* from Gordon Brothers Retail Partners, LLC (“**GBRP**”) that designated sixteen of the Debtors’ unexpired leases of nonresidential real property (the “**Leases**” on the “**Lease Schedule**”) for assumption by the Debtors and assignment to the identified purchasers,<sup>3</sup> and identified the landlord associated with each Lease (collectively, the “**Landlords**”).

3. Attached as Exhibit D to the Notice was a proposed form of order (the “**Proposed Order**”) approving the assumption and assignment for the Leases scheduled on the Lease Schedule and fixing the Cure Costs at the amounts set forth on Exhibit B to the Notice.

4. Pursuant to the Notice, objections to the assumption and assignment of the Leases were to be filed no later than March 3, 2025, at 4:00 p.m. (ET).

5. On February 24, 2025, DKR Investments, LLC filed the *Objection of DKR Investments, LLC to Debtors’ Tenth Post-Closing Designation Notice* [D.I. 2062], relating to Store #1997, located at 900 Norman A. Eskridge Highway, Unit #50, Seaford, DE 19973.

6. On February 24, 2025, MBM Investments, LLC filed *Objection of MBM Investments, LLC to Debtors’ Tenth Post-Closing Designation Notice* [D.I. 2063], relating to Store #5205, located at 10 Village Plaza, Dansville, NY.

7. On February 28, 2025, EVP Auburn, LLC filed the *Objection of EVP Auburn, LLC to Tenth Post-Closing Designation Notice* [D.I. 2119], relating to Store #1528, located at 730 Center Street, Auburn, ME 04210.

8. On March 3, 2025, Salisbury Promenade, LLC filed the *Salisbury Promenade, LLC’s Limited Objection to and Reservation of Rights in Connection with Notice of*

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<sup>3</sup> By store number, the sixteen designated Leases are as follows: 4765, 5333, 1997, 1996, 1958, 5439, 1528, 1195, 1775, 5249, 1883, 5205, 1956, 1973, 4669 and 5259.

*Filing of Tenth Post-Closing Designation Notice* [D.I. 2161], relating to Store #5439, located at 210 Marlboro Avenue, Easton, MD.

9. GBRP and the proposed assignees also received informal comments or objections from the Landlords for the remaining stores aside from Stores #1883 (the “**Liverpool Lease**”), #4669 (the “**Webster Lease**”), #1973 (the “**Morrisville Lease**”) and #5249 (the “**Barnegat Lease**”).

10. GBRP and proposed assignee Ocean State Job Lot of MD2025, LLC (“**OSJL**”) have reached consensual agreement with the Landlord for Store #1958 (the “**Elkton Lease**”) resolving the informal comments of the Landlord. The Debtors, GBRP, OSJL and the Elkton Lease Landlord have all reviewed the Proposed Order and consent to its entry.

11. The Leases for Stores #1195 and #4765 have been removed from the Lease Schedule because they are or will be subject to separate certifications of counsel. The remaining Leases other than the Liverpool, Webster, Morrisville, Barnegat and Elkton Leases have been removed from the Lease Schedule because they are still subject to unresolved comment or objection.

12. Pursuant to paragraphs 45 and 46 of the Sale Order, the fourteen (14) day period for the Landlords of Stores #1883, #4669, #1973 and #5249 to file objections with the Court to the relief set out in the Proposed Order has expired, and the Debtors now request that the Court enter the Proposed Order with respect to the Modified Lease Schedule. The Proposed Order with the Modified Lease Schedule is attached as **Exhibit 1** hereto.

13. Pursuant to the Court’s direction at the status conference held on March 12, 2025, the Debtors have modified the language in paragraph 7 of the Proposed Order to clarify that the Debtors will not abandon property owned by any Landlord and to remove the representation

that the Debtors are unaware of any third parties with interests in any abandoned property. The Debtors submit that these changes do not prejudice any non-objecting Landlord and that no further notice is necessary. For the convenience of the Court and all parties in interest, a redline of the Proposed Order is attached as **Exhibit 2** hereto. Additionally, for the convenience of the Court and all parties in interest, a redline comparing the Modified Lease Schedule to the Lease Schedule is attached as **Exhibit 3** hereto.

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order attached to the Notice at its earliest convenience.

*[Signature page follows]*

Dated: March 18, 2025  
Wilmington, Delaware

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